

BYLAWS AND POLICIES THE GRAND RAPIDS MODERN QUILTERS

First adopted: February 2014

Amended: (affiliate membership) September 2016

Amended: (length of term of offices) June 2018

Amended: (mission statement): January 5, 2021

Amended: (articles on membership, dues and fees): March 1, 2022

Amended: (nominations): September 6, 2022

Amended: (added Pro-Tempore, term limits, mission statement, nomination and elections): March 7, 2023

Amended: (clarified roles for officers; added policy for removing officers, committees): October 1, 2024

ARTICLE I: NAME

The name of this organization shall be the Grand Rapids Modern Quilters, a Michigan non-profit organization hereinafter referred to as GRMQ, Grand Rapids Modern Quilters.

ARTICLE II: PURPOSE

Section 1.

The mission of the GRMQ is to welcome and encourage all individuals that share a common interest in modern quilting. We will support and encourage the community through sharing inspiration, art, education, volunteering, and charitable giving.

Section 2.

This GRMQ shall be a non-profit organization under the laws of and on file with the State of Michigan. As a non-profit organization, the activities of the organization shall be conducted in such a manner that no part of the net income shall benefit any individual member of the organization. The organization is organized exclusively for charitable and educational purposes under section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE III: MEMBERSHIP

Membership shall be open to any person interested in modern quilts and modern quilt making. Membership in the GRMQ is granted upon the payment of dues. New members may join at any time. Existing members are required to keep dues current, payable in the first two months of the year. Members may participate in and support the projects and activities of the Grand Rapids Modern Quilters (GRMQ), including the privilege of voting, holding office and serving on committees. They shall be entitled to preferential placing in any GRMQ sponsored function, receive a membership roster, have access to minutes of the business and general meetings, along with the treasurer's reports. Members may place items on the agenda and be informed of all decisions of the Executive Board.

Associate Members

- a. Associate members shall be a place of business and/or community organization wishing to support the GRMQ.
- b. Associate members shall be entitled to all benefits of active members and will be granted attendance of one representative at the monthly GRMQ meetings.
- c. Associate members shall be given priority over non-affiliate businesses or organizations to the extent reasonably possible.

The Executive Board shall establish dues for associate members.

ARTICLE IV: DUES/FEES

Section 1.

Dues/Fees

- A. Annual dues shall be determined by resolution of the Executive Board, and presented to members 30 days in advance of the November meeting. The members present at the November meeting will then vote on the proposed change and will require a 2/3 majority of the members present to pass the change.
- B. Visitors may attend one meeting, free of charge.

- C. Annual dues are payable on January 1st and become delinquent February 28 unless prior arrangements have been discussed with the treasurer.
- D. Fees will be collected by the Treasurer, identified and held in the GRMQ checking account. The Treasurer shall account for all fees collected in the quarterly Treasurer's report.
- E. Members that pay to join GRMQ in November or December will not be required to pay dues the following year.
- F. A member whose dues remain unpaid by February 28 shall be dropped. That member will be reinstated upon payment of dues.
- G. Dues are not refundable.

Section 2.

Fees

- A. Fees may be charged for special classes, presentations and/or events as established by the Executive Board.
- B. Fees will be collected by the Treasurer, identified and held in the GRMQ checking account. The Treasurer shall account for all fees collected in the Treasurer's report.
- C. Fees may be refundable as determined in advance of the event, class or presentation in the event of cancellation by the GRMQ.

ARTICLE V: MEETINGS

Section 1.

- a. General Membership meetings shall be held monthly on a date and at a place as designated by the Executive Board.
- b. The January meeting shall be considered the Annual Meeting.
- c. Special meetings may be called by the Executive Board or 10% of the members.
- d. Changes to any meetings shall be announced on the GRMQ Facebook page and/or via email.

Section 2.

Executive Board Meetings

Executive Board meetings shall be held additionally and are open to the General Membership.

Section 3.

Minutes

Minutes of all meetings shall be available to all members, and will be sent by email to all members on the email list after each meeting and posted on the website. A record of all previous months' meetings will be available by request to all members.

Section 4.

Voting

Every act or decision brought to the General Meeting shall be decided by a majority of members present at the meeting, except as otherwise provided by applicable law. Each member present is entitled to one vote on each matter. Voting shall be by voice, show of hands, or by ballot.

ARTICLE VI: FINANCIAL ADMINISTRATION

Section 1.

The fiscal year shall be from January 1 through December 31.

Section 2.

The Executive Board shall adopt the budget to be presented for approval by the membership no later than the February meeting.

Section 3.

The Treasurer shall prepare a quarterly report for the Executive Board.

Section 4.

The president, vice-president and treasurer each will have access to the GRMQ bank account.

ARTICLE VII. NOMINATIONS AND ELECTIONS

Section 1.

The President will open nominations for organization officers at the October meeting from the General Membership. Members may nominate other members, with their permission or may self-nominate. Nominations will be accepted from the October meeting to the November meeting and will be presented to the organization membership at the November meeting. Nominations may be made with the consent of the nominee on the day of the election.

Section 2.

Officers shall serve a two year term, until their successors are elected and all accounts, paperwork, and social media information have been transferred to the incoming board. These actions are to be completed by the January meeting. Officers may serve up to two terms consecutively. Officers may run for a different position at the completion of their term/terms.

Section 3.

A list of the duties and descriptions for each officer position shall be reviewed at the general October meeting of the election year and will also be available on the GRMQ Facebook page and website for members to review.

Section 4.

Votes may be cast by being present at the November general meeting, by electronic transmission prior to the start of the meeting using an electronic ballot, or by proxy. Only paid organization members in good standing will be allowed to vote.

ARTICLE VIII. EXECUTIVE BOARD

Section 1.

The Executive Board shall be elected by the General Membership and shall include the officers of the Organization. The Officers of the Organization shall be President, Vice President, Secretary, Treasurer, and Pro Tempore.

The duties of officers are as follows:

a. The President shall:

- Preside at all general, special and Board meetings.
- With the approval of the Officers, appoint all Committee Chairpersons.
- Attend committee meetings as an ex officio member of the committee as necessary, Coordinate committee activities.
- Perform other duties as required, as official spokesperson for the GRMQ.
- Serve as an authorized signer with Treasurer on checks issued by the GRMQ.
- Verify that all officer duties are completed as described below.

b. The Vice-President shall:

- In the absence of the President, conduct GRMQ meetings and/or Board meetings.
- Assume the responsibilities of President in the event the President cannot complete the term of elected office.
- Oversee the review of the GRMQ Bylaws as necessary.
- Serve as an authorized signer with Treasurer on checks of the GRMQ.
- Conduct an annual review of conflict of interest statement and report to the executive board at the April meeting.

c. The Secretary shall:

- Keep minutes of the general meetings or arrange for a substitute in his/her absence.
- Distribute the minutes of the General Meeting and Executive Board meeting electronically.
- Keep minutes of the Executive Board meeting or arrange for a substitute in her absence.
- Maintain an electronic record of all minutes for the term of office.
- Conduct correspondence for the GRMQ.
- Post electronic minutes to the Facebook group and the google drive within 30 days of meetings.
- Oversee membership roster.
- Maintain electronic attendance records for all organization activities, including but not limited to board meetings, general meetings, sew-ins, and retreats, for the term of office.

d. The Treasurer shall:

- Receive and bank all GRMQ monies.
- Maintain bookkeeping records of all funds.
- Disburse funds as authorized.
- Serve as an authorized signer with other authorized Officers on checks of the GRMQ.
- Make a financial statement available for the members annually before May for the prior tax year (January-December).
- Provide a financial statement to the Executive Board.

- Keep a copy of the proof of receipt of tax filings, as well as a copy of the filing itself.
 - Report filing to the Executive Board no later than May 1 of each year.
 - Propose a budget to the Executive Board at the January Executive Board meeting, so that it can be presented to the membership and voted on at the February membership meeting.
 - Maintain proper electronic documentation of incomes and revenues for auditing purposes.
 - Present a quarterly report to the Membership in February, May, August, and November
- e. The Pro Tempore shall be an elected position and will serve the same terms as other board members. The Pro Tempore will serve as a tie breaker, and, should any board member be absent from their position longer than one month, they will assume the full responsibilities of said position until the elected member returns.

Section 2.

The Executive Board, consisting of the Officers, shall have general supervision of the affairs of the organization; shall set policy; fix the hour and place of the Board and General Meetings; shall have control of the proceeds of the organization funds; shall publish the minutes of each Executive Board and General Meeting, and shall perform other duties as specified by the Bylaws and organization Policies.

Section 3.

A quorum of the Executive Board shall be a majority of its members.

Section 4.

Standing committees may be established as determined by the Executive Board.

Section 5.

Any member in good standing in the organization may raise a concern about a member of the executive board at any meeting. The board shall convene a meeting of the Executive Board meeting to review evidence and come to a recommendation, which may include the removal of an officer from their position. The recommendation will be voted upon by the membership within 60 days of the initial concern being raised.

Section 6.

Any electronic records need to be maintained in an online drive that is accessible to all current members of the Executive Board.

ARTICLE IX. AMENDMENT OF BYLAWS

These Bylaws may be amended at any General Meeting of the organization by a majority vote of the General Membership present. Any proposed amendment must be submitted in writing and must have been presented at a General Meeting prior to voting.

ARTICLE X. DISSOLUTION

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. The recipient will be determined by the majority vote of the members present at a regular membership meeting.